

OCT. 13. 2006 11:44AM
TO: 918502050380

K47752
Florida Department of State
Division of Corporations
Public Access System

NO. 703 P. 1/3

Electronic Filing Cover Sheet

Note: Please print this page and use it as a cover sheet. Type the fax audit number (shown below) on the top and bottom of all pages of the document.

((H06000251538 3))



H060002515383ABC/

Note: DO NOT hit the REFRESH/RELOAD button on your browser from this page. Doing so will generate another cover sheet.

RECEIVED
06 OCT 13 AM 8:06
DIVISION OF CORPORATIONS

To: Division of Corporations
Fax Number : (850) 205-0380
From:
Account Name : CORPORATION SERVICE COMPANY
Account Number : I20000000195
Phone : (850) 521-1000
Fax Number : (850) 558-1575

FILED
06 OCT 13 AM 2:27
SECRETARY OF STATE
TALLAHASSEE, FLORIDA

COR AMND/RESTATE/CORRECT OR O/D RESIGN

MEGACOLOR CORPORATION

Certificate of Status	0
Certified Copy	0
Page Count	03
Estimated Charge	\$35.00

Electronic Filing Menu

Corporate Filing Menu

Help

Amendment
10/13/06
AC

FILED
06 OCT 13 PM 2:41
SECRETARY OF STATE
TALLAHASSEE, FLORIDA

ARTICLES OF AMENDMENT
TO
THE ARTICLES OF INCORPORATION
OF
MEGACOLOR CORPORATION
Document No. K47752

THE UNDERSIGNED on behalf of MEGACOLOR CORPORATION, a Florida for-profit corporation, Document No. K47752, pursuant to the provisions of Section 607.1006 Florida Statutes, does hereby execute the following amendment to its Articles of Incorporation and would state:

- 1. **Previous Amendment is Revoked:** The previous Articles of Amendment of the Articles of Incorporation executed May 15, 1991 and filed October 2, 1991 are hereby revoked.
- 2. **Authorized Common Shares:** The Articles of Incorporation are hereby amended by deleting Article FIFTH and substituting in lieu thereof the following:

FIFTH: The Corporation shall be authorized to issue One Thousand (1,000) shares of Common Stock with a par value of One Dollar (\$1.00) per share. The common shares shall be of two classes, Class A voting shares and Class B non-voting shares. The Corporation shall be authorized to issue a maximum of Ten (10) Class A voting shares. Class A voting shares possess all of the voting rights of the shareholders of the Corporation. The Corporation is authorized to issue a maximum of Nine Hundred Ninety (990) Class B non-voting shares. The Class B non-voting shares shall not possess any voting rights. Except as to voting rights, each Class A and Class B share shall have identical per share rights; including, but not limited to, receipt of dividends and the proceeds of liquidation. It is intended that the Class A and Class B shares constitute a single class of stock for S corporation purposes in compliance with the requirements of Sections 1361(b)(1)(D) and 1361(c)(4) of the Internal Revenue Code and its valid regulations, and this Article shall be governed, interpreted, limited, and construed in all regards in accordance with this intent.

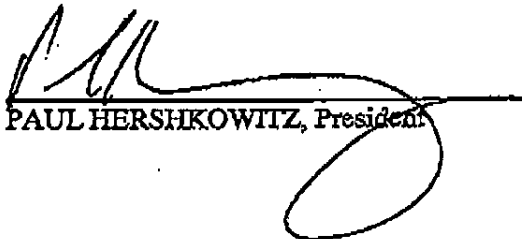
- 3. **Exchange of Existing Shares for New Shares:** The sole owner of all of the Common Stock of the Corporation is PAUL HERSHKOWITZ and NANCY

ARTICLES OF AMENDMENT
TO
THE ARTICLES OF INCORPORATION
OF
MEGACOLOR CORPORATION

HERSHKOWITZ, as Co-Trustees of the PAUL HERSHKOWITZ TRUST dated April 15, 2003. Upon the filing of these Articles of Amendment the sole shareholder shall receive all Ten (10) Class A voting shares and all Nine Hundred Ninety (990) Class B non-voting shares.

4. **Adoption:** These Articles of Amendment have been adopted by the unanimous vote of all of the shareholders and all of the directors of the Corporation on October 12, 2006, said vote being sufficient for its approval.

EXECUTED THIS October 12, 2006.


PAUL HERSHKOWITZ, President

ARTICLES OF AMENDMENT
TO
THE ARTICLES OF INCORPORATION
OF
MEGACOLOR CORPORATION